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Class Counsel and
Attorneys for Plaintiffs Clarke and Rebecca Wixon,
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[Additional counsel appear on signature page]

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA**

CLARK and REBECCA WIXON, NORMAN
and BARBARA WIXON, and KANDICE
SCATTOLON, derivatively and on behalf of
themselves and all others similarly situated,

Plaintiffs,

v.

WYNDHAM RESORT DEVELOPMENT
CORP. (f/k/a Trendwest Resorts, Inc.), GENE
HENSLEY, DAVID HERRICK, JOHN
HENLEY, PEGGY FRY, AND JOHN
MCCONNELL, and nominally,
WORLDMARK, THE CLUB,

Defendants.

Case No. C 07-2361 JSW (BZ)

**STIPULATION AND ~~PROPOSED~~
ORDER SUSPENDING PRE-TRIAL AND
TRIAL DEADLINES PERTAINING TO
CLAIMS AGAINST DIRECTOR
DEFENDANTS IN LIGHT OF
PROPOSED SETTLEMENT**

Class and Derivative Action

1 WHEREAS, on June 4, 2010, Plaintiffs Clark and Rebecca Wixon, Norman and Barbara Wixon
 2 and Kandice Scattolon (collectively, "Plaintiffs"), nominal Defendant WorldMark, the Club
 3 ("WorldMark") and Defendants Gene Hensley, David Herrick, John Henley, Peggy Fry and John
 4 McConnell (collectively, the "Director Defendants"), through their counsel, reached a settlement
 5 regarding all claims by Plaintiffs against the Director Defendants;

6 WHEREAS, counsel for Plaintiffs and the Director Defendants are preparing formal
 7 documentation of the settlement, which will be submitted to the Court on or before June 25, 2010; and

8 WHEREAS, in order to avoid any unnecessary expenditure of the parties' and the Court's
 9 resources regarding the settled claims pending Court approval, Plaintiffs and the Director Defendants
 10 seek an order from the Court suspending the case management schedule as it applies to Plaintiffs'
 11 claims against the Director Defendants while counsel for the parties prepare formal documentation of
 12 the settlement, notice is provided to WorldMark, The Club members, and a hearing to approve the
 13 settlement can be held;

14 IT IS HEREBY STIPULATED AND AGREED by and between the undersigned parties, by and
 15 through their respective counsel, and subject to approval of the Court, that all pending pre-trial and trial
 16 deadlines pertaining to Plaintiffs' claims against the Director Defendants be suspended, pending
 17 submittal to the Court of the parties' formal documentation of settlement on or before June 25, 2010,
 18 notice of the settlement to WorldMark, The Club members, and the Court's final approval of the
 19 settlement.

20 IT IS FURTHER STIPULATED AND AGREED that the Court shall make any further orders
 21 with respect to the settlement, or with respect to any applicable deadlines pertaining to the settlement or
 22 to the Plaintiffs' claims against the Director Defendants, at such further time as the Court deems
 23 appropriate, upon review the parties' formal settlement documentation.

24 Dated: June 9, 2010

Respectfully submitted,

25 **GIRARD GIBBS LLP**

26 By: /s/ Jonathan K. Levine
 27 Jonathan K. Levine

28 Elizabeth C. Pritzker
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Dated: June 9, 2010

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Dated: June 9, 2010

LAW OFFICES OF

JUDITH H. RAMSEYER PLLC

By: /s/ Judith H. Ramseyer
Judith H. Ramseyer

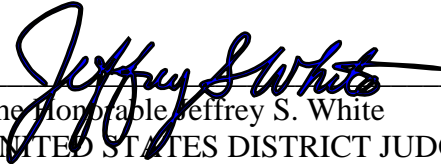
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*Attorneys for Defendants Gene Hensley,
John Henley, David Herrick, Peggy Fry,
and John McConnell*

~~PROPOSED~~ ORDER

PURSUANT TO STIPULATION, IT IS SO ORDERED.

DATED: June 9, 2010


The Honorable Jeffrey S. White
UNITED STATES DISTRICT JUDGE